

EXHIBIT A

Delaware

PAGE 1

The First State

CERTIFICATE

SEARCHED OCTOBER 13, 2005, AT 4:36 P.M.
FOR DEBTOR "DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES, LLC"

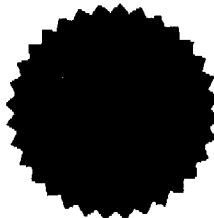
1 OF 2 FINANCING STATEMENT 40699530
EXPIRATION DATE: MARCH 9, 2009
DEBTOR: DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC
5725 DELPHI DRIVE ADDED 03-09-04
TROY MI 48098
SECURED: FLEET NATIONAL BANK
ONE FINANCIAL PLAZA ADDED 03-09-04
PROVIDENCE RI 02903
F I L I N G H I S T O R Y
40699530 FILED 03-09-04 AT 11:00 A.M. FINANCING STATEMENT

2 OF 2 FINANCING STATEMENT 40699555
EXPIRATION DATE: MARCH 9, 2009
DEBTOR: DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC
5725 DELPHI DRIVE ADDED 03-09-04
TROY MI 48098
SECURED: FLEET NATIONAL BANK
ONE FINANCIAL PLAZA ADDED 03-09-04
PROVIDENCE RI 02903
F I L I N G H I S T O R Y
40699555 FILED 03-09-04 AT 11:00 A.M. FINANCING STATEMENT
E N D O F F I L I N G H I S T O R Y

THE UNDERSIGNED FILING OFFICER HEREBY CERTIFIES THAT THE
ABOVE LISTING IS A RECORD OF ALL PRESENTLY EFFECTIVE FINANCING
STATEMENTS, LAPSED FINANCING STATEMENTS, FEDERAL TAX LIENS AND
UTILITY SECURITY INSTRUMENTS FILED IN THIS OFFICE WHICH NAME THE
ABOVE DEBTOR, AS OF OCTOBER 4, 2005 AT 11:59 P.M.

20053172674UCXL

050839131



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4224940

DATE: 10-13-05

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)
B. SEND ACKNOWLEDGMENT TO: (mailing address)
Parasearch Inc 222 Jefferson Blvd. Warwick, RI 02888 401-732-2490 (F) 401-739-7708

DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 11:00 AM 03/09/2004
INITIAL FILING NUM: 4069953 0
AMENDMENT NUMBER: 0000000
SRV: 040176170

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names						
1a. ORGANIZATION'S NAME Delphi Automotive Systems Human Resources LLC						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 5725 Delphi Drive			CITY Troy	STATE MI	POSTAL CODE 48098	COUNTRY U.S.A.
1d. TAX ID# SSN OR EIN 38-3547664		ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION limited liability company	1f. JURISDICTION OF ORGANIZATION Delaware		1g. ORGANIZATIONAL ID #, if any 3257568
<input type="checkbox"/> NONE						
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names						
2a. ORGANIZATION'S NAME						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
2d. TAX ID# SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION		2g. ORGANIZATIONAL ID #, if any
<input type="checkbox"/> NONE						
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)						
3a. ORGANIZATION'S NAME Fleet National Bank						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS c/o Fleet Capital Corporation, One Financial Plaza			CITY Providence	STATE RI	POSTAL CODE 02903	COUNTRY U.S.A.

4. This FINANCING STATEMENT covers the following collateral:

All of Debtor's right, title and interest in and to a certain Bombardier Inc. CL-600-2B16 (Variant 604) aircraft bearing U.S. Registration Mark N599DA and manufacturer's serial number 5498 (the "Aircraft") and two (2) General Electric CF34-3B aircraft engines respectively bearing manufacturer's serial numbers 873033 and 873034 (collectively, the "Engines"), together with (i) all present and future parts, accessories, accessories and attachments related to the Aircraft, the Engines or any related goods, and all present and future replacements, substitutions and exchanges (including trade-ins) for the Aircraft, the Engines and any related goods, and (ii) all proceeds of all the foregoing, including goods, accounts, chattel paper, documents, instruments, general intangibles, investment property, deposit accounts, letter of credit rights and supporting obligations and all other items related thereto, including, without limitation, all of the items and/or the same as more particularly described on Schedule A which is attached hereto and made a part hereof. This financing statement is filed pursuant to the precautionary filing provisions of the Uniform Commercial Code in connection with a transaction in which Secured Party (except as otherwise provided in the applicable aircraft lease) leases the goods described above to Debtor, and shall not of itself be a factor in determining whether the collateral secures an obligation or whether the lease transaction creates a security interest.

5. ALTERNATIVE DESIGNATION (if applicable):		LESSOR/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAIOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)		7. Check to REQUEST SEARCH REPORT (S) on Debtor(s) (optional)		All Debtors		Debtor 1	Debtor 2
8. OPTIONAL FILER REFERENCE DATA							

Filing 305 DE
Oct. 35-457 - TD
FILING OFFICE COPY-- NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/98)

**SCHEDULE A
TO
UNIFORM COMMERCIAL CODE
FINANCING STATEMENT**

DEBTOR:

Delphi Automotive Systems
Human Resources LLC
5725 Delphi Drive
Troy, Michigan 48098

SECURED PARTY:

Fleet National Bank
c/o Fleet Capital Corporation
One Financial Plaza
Providence, RI 02903

All of Debtor's right, title and interest in and to (i) a certain Bombardier Inc. CL-600-2B16 (Variant 604) aircraft bearing U.S. Registration Mark N599DA and manufacturer's serial number 5498 (the "Aircraft") and two (2) General Electric CP34-3B aircraft engines respectively bearing manufacturer's serial numbers 873033 and 873034 (collectively, the "Engines"), together with all accessories, appliances, additions, substitutions, replacements, accessions, parts, avionics, appurtenances, furnishings, and all other items or equipment related thereto, including, without limitation, all of the items and/or the same as more particularly described on Schedule A-1, which is attached hereto and made a part hereof, (ii) any and all subleases, management agreements, interchange agreements, charter agreements, purchase orders or agreements, aircraft leases (including, without limitation, a certain Aircraft Lease (N599DA) dated as of March 30, 2001 between Debtor [as assignee of SM 5105 LLC] and Secured Party, as the same may be amended or modified from time to time) and/or other agreements of any kind whatsoever relating to any of the foregoing or to any other goods, documents, things or items described in or relating to this Schedule A (including, without limitation, any payments, rents, profits, amounts, deposits, refunds, rebates or monies due, payable or relating to any of the foregoing), (iii) any and all security deposits in connection with or relating to a certain Aircraft Lease (N599DA) dated as of March 30, 2001 between Debtor [as assignee of SM 5105 LLC] and Secured Party, as the same may be amended or modified from time to time, (iv) any and all present and future goods, accounts, chattel paper, documents, instruments, general intangibles, investment property, deposit accounts, letter of credit rights and supporting obligations relating to any of the foregoing or to any other goods, documents, things or items described in or relating to this Schedule A, (v) any and all proceeds of any of the foregoing or of any other goods, documents, things or items described in or relating to this Schedule A (including insurance proceeds), and (vi) any and all present and future books and records relating to any of the foregoing or to any other goods, documents, things or items described in or relating to this Schedule A, including, without limitation, all tapes, cards, computer programs, computer

runs and computer data in the possession or control of the Debtor, any computer service bureau or other third party.

All terms used herein but not otherwise defined herein shall have the meaning used in the Uniform Commercial Code, as in effect in the State of New York as of December 16, 2003 (and as said Uniform Commercial Code may be amended or revised from time to time thereafter).

flect\cm\schedule a to ucc-MS99DA

SCHEDULE A-1

to
ucl

AVIONICS

Canadair Cockpit audio system
Cabin/Lavatory Call System
Auxiliary Annunciator Panel
Galley/Cabin Disconnect Switch
One 3.5 KVA 115V 60 Hz electrical power converter
Four 115V 60 Hz outlets and modem ports
Strobe Beacon System Lights
MagnaStar C-2000 Airborne Telephone System
Audio System including:
 Six mid/high range speakers and enclosures
 Two subwoofer speakers and enclosures
 One integrated chime/page- audio/video amplifier
 One CD changer with 12 disk remote unit
 One remote control Transmitter/Receiver
 One hand-held remote
Video System including:
 One video cassette player (VCP)(Multi standard VHS format)
 Two 18" flatscreen LCD displays
 One DVD player
Airshow Network Cabin Display System
5.6" Airshow cockpit display monitor
Refuel/Defuel panel
Collins 6000 Six Channel Satcom system
Safe Flight, AutoPower, Automatic Throttle System
Jumpseat Communication panel
Cockpit Voice Recorder
Loral Flight Data (DFDR) Recorder
AlliedSignal Ground Proximity Warning System
TCAS II Traffic Alert and Collision Avoidance System
Dual Collins Global Positioning System
Third Laser Inertial Reference System
Two weather radar control panels
Global Wulfsberg AFIS system

Exterior: Matterhorn White with stripes of Gamma Grey, Fire Red, Sky Blue, Blue Green and Fed Ex Purple.

AND ALL STANDARD EQUIPMENT, ALL ADDITIONS, ACCESSIONS, MODIFICATIONS, IMPROVEMENTS, REPLACEMENTS, SUBSTITUTIONS, AND ACCESSORIES THERETO AND THEREFOR, ALL AVIONICS, ONBOARD EQUIPMENT, LOOSE EQUIPMENT LOCATED IN THE AIRCRAFT, RECORDS, MANUALS, AND LOGBOOKS, IN BOTH WRITTEN AND COMPUTER DATA FORM, AND WHETHER NOW EXISTING OR HEREAFTER ACQUIRED.

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)
B. SEND ACKNOWLEDGMENT TO: (Name and address)
Parascarch INC 222 jefferson Blvd. Warwick, RI 02888 401-332-2490 (F) 401-739-7708

DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 11:00 AM 03/09/2004
INITIAL FILING NUM: 4069955 5
AMENDMENT NUMBER: 0000000
SRV: 040176174

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names						
1a ORGANIZATION'S NAME Delphi Automotive Systems Human Resources LLC						
OR	1b INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c MAILING ADDRESS 5725 Delphi Drive			CITY Troy	STATE MI	POSTAL CODE 48098	COUNTRY U.S.A.
1d. TAX ID#: SSN OR EIN 38-3547664		ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION limited liability company	1f. JURISDICTION OF ORGANIZATION Delaware		1g. ORGANIZATIONAL ID #, if any 3257568
<input type="checkbox"/> NONE						
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names						
2a. ORGANIZATION'S NAME						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
2d. TAX ID#: SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION		2g. ORGANIZATIONAL ID #, if any
<input type="checkbox"/> NONE						
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE or ASSIGNOR S/P) - Insert only one secured party name (3a or 3b)						
3a. ORGANIZATION'S NAME Fleet National Bank						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS c/o Fleet Capital Corporation, One Financial Plaza			CITY Providence	STATE RI	POSTAL CODE 02903	COUNTRY U.S.A.

4. THIS FINANCING STATEMENT covers the following collateral:

All of Debtor's right, title and interest in and to a certain Learjet 60 aircraft bearing U.S. Registration Mark N699DA and manufacturer's serial number 237 (the "Aircraft") and two (2) Pratt & Whitney Canada model number PW305A aircraft engines respectively bearing manufacturer's serial numbers PCE-CA0319 and PCE-CA0318 (collectively, the "Engines"), together with (i) all present and future parts, accessories, acccessions and attachments related to the Aircraft, the Engines or any related goods, and all present and future replacements, substitutions and exchanges (including trade-ins) for the Aircraft, the Engines and any related goods, and (ii) all proceeds of all the foregoing, including goods, accounts, chattel paper, documents, instruments, general intangibles, investment property, deposit accounts, letter of credit rights and supporting obligations and all other items related thereto, including, without limitation, all of the items and/or the same as more particularly described on Schedule A which is attached hereto and made a part hereof. This financing statement is filed pursuant to the precautionary filing provisions of the Uniform Commercial Code in connection with a transaction in which Secured Party (except as otherwise provided in the applicable aircraft lease) leases the goods described above to Debtor, and shall not of itself be a factor in determining whether the collateral secures an obligation or whether the lease transaction creates a security interest.

F.L.E. SOS: DE						
5. ALTERNATIVE DESIGNATION (if applicable)	LESSOR/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON UCC FILING
6. THIS FINANCING STATEMENT is to be filed (or recorded) in the REAL ESTATE RECORDS - Attach Addendum (if applicable)		7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		All Debtors Debtor 1 Debtor 2		
8. OPTIONAL FILER REFERENCE DATA Acct. 35459 - TD						

**SCHEDULE A
TO
UNIFORM COMMERCIAL CODE
FINANCING STATEMENT**

DEBTOR:

Delphi Automotive Systems
Human Resources LLC
5725 Delphi Drive
Troy, Michigan 48098

SECURED PARTY:

Fleet National Bank
c/o Fleet Capital Corporation
One Financial Plaza
Providence, RI 02903

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possession or control of the Debtor, any computer service bureau or other third party.

All terms used herein but not otherwise defined herein shall have the meaning used in the Uniform Commercial Code, as in effect in the State of New York as of December 16, 2003 (and as said Uniform Commercial Code may be amended or revised from time to time thereafter).

flect\sm\schedule a to ucc-N699DA

SCHEDULE A-1

AVIONICS

to
UIC

Reduced vertical separation minimums (RVSM) compliant
Fireproofing protection per FAR 25.853 Appendix F compliant
EROS oxygen masks
FM Immunity for VIR-432 Nav Units
Heads-up Technologies Passenger Briefing System
Dual Collins VHF-422C comm with 8.33 khz channel spacing (exchange)
Honeywell Airborne flight information system (AFIS)
Collins traffic collision avoidance system (TCAS II)
Honeywell enhanced GPWS with windshear detection
Emergency locator transmitter
Magnastar C-2000 digital airborne telephone system (exchange)
Lighted control wheel chart holders
Floorplan MS0-4 with exposed seat tracking on two (2) middle seats
Two (2) cabin throw rugs with the Delphi logo
110 VAC/60 hz power outlet (each)
Plated trim package
Pulsating recognition and landing lights
Hardwood trim strip
Wood veneer package
Collins TWR-850 enhanced weather radar (exchange)
Rosemount Ice Detection System
Dual rechargeable flashlights
Cockpit voice recorder
Fax/data outlet (without airshow network and/or Unlink selected)
Microwave
Detail Paint

Exterior: Matterhorn White with stripes of Gamma Grey, Fire Red, Sky Blue, Blue Green and Fed Ex Purple

AND ALL STANDARD EQUIPMENT, ALL ADDITIONS, ACCESSIONS, MODIFICATIONS, IMPROVEMENTS, REPLACEMENTS, SUBSTITUTIONS, AND ACCESSORIES THERETO AND THEREFOR, ALL AVIONICS, ONBOARD EQUIPMENT, LOOSE EQUIPMENT LOCATED IN THE AIRCRAFT, RECORDS, MANUALS, AND LOGBOOKS, IN BOTH WRITTEN AND COMPUTER DATA FORM, AND WHETHER NOW EXISTING OR HEREAFTER ACQUIRED.